

**DECLARATION OF RESULT OF POSTAL BALLOT AND ELECTRONIC VOTING HELD DURING THE PERIOD FROM 11<sup>TH</sup> MARCH 2015 TO 9<sup>TH</sup> APRIL 2015**

RASI ELECTRODES LIMITED HAVE, THROUGH THE Notice dated 26<sup>TH</sup> FEBRUARY 2015 sent to all its shareholders, sought approval by way of passing Ordinary / Special Resolution on SIX item of special business proposed therein through Postal Ballot or Electronic Voting by shareholders.. As per provisions of section 108 of the Companies Act, 2013, read with the applicable rule 22 and rule 20 of the Companies (Management and Administration) Rules, 2014, and also Clause 35B of the revised Listing Agreement executed with the Stock Exchange, the Company has sought voting through postal ballot and have also provided electronic voting facilities to its shareholders through Central Depository Services (India) Limited (CDSL) in respect of special business proposed in the Notice dated 26<sup>th</sup> FEBRUARY 2015 . The postal ballot and E-Voting process commenced from 11<sup>TH</sup> MARCH 2015 10.00 A.M. IST and concluded on 9<sup>TH</sup> APRIL 2015 at 6.00 P.M.IST.

The Board of Directors have appointed Mr A M Gopikrishnan, Practicing Company Secretary, as the Scrutinizer for the Postal Ballot and E-voting process. The Scrutinizer has carried out the scrutiny of all the postal ballots received and electronic votes received up to the close of working hours on 9<sup>TH</sup> APRIL 2015 and submitted his report on SATURDAY, the 11<sup>TH</sup> APRIL 2015 and the following results were announced by the Chairman on SATURDAY, the 11<sup>TH</sup> APRIL 2015:

S.No.	Item of Business	In favour of the Resolution			Against the Resolution		
		No.of members	No.of Votes cast	% of total number of valid votes cast	No.of members	No.of Votes cast	% of total number of valid votes cast
1	Ordinary Resolution for sub-division of shares of the Company	48	1986299	99.6922%	2	1080	0.0542%
2	Special Resolution for alteration of the Capital Clause of the Memorandum of Association of the Company.	49	1987279	99.7414%	1	100	0.0050%
3	Special Resolution for alteration of the Capital Clause of the Articles of Association of the Company.	49	1987279	99.7414%	1	100	0.0050%

**Manufacturers & Marketers of Welding Electrodes and Consumables**

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 Visit us : www.rasielectrodes.com Factory : Upparapalayam Village. Alamathi Post. Redhills. Chennai - 52. Ph : +91-44-26310511, 26310512, 9381023215  
 Registered Office : 44/4, Strotten Muthia Mudali Street, Chennai - 79.

**Customer Care : +91-044-26401822**

4	Special Resolution approving amendment to Memorandum of Association to facilitate borrowings.	49	1987279	99.7414%	1	100	0.0050%
5	Special Recording for according consent to the Board of Directors to borrow funds up to a limit of Rs 100 crores outstanding at any point in time	47	1982799	99.5165%	4	4780	0.2399%
6	Special Resolution for according consent to the Board of Directors to Mortgage the properties of the company to secure borrowings made up to a limit of Rs 100 crores outstanding at any point in time	47	1982799	99.5165%	3	4580	0.2298%

Accordingly, the abovementioned special resolution is declared passed unanimously. The above mentioned Special Resolution is deemed to be passed on 11<sup>TH</sup> APRIL 2015.

FOR RASI ELECTRODES LIMITED

*B Popatlal Kothari*  
**B POPATLAL KOTHARI**  
**CHAIRMAN**  
**CHENNAI**  
**DATED 11<sup>TH</sup> APRIL 2015**

